

**IN THE UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

<b>COURIER SOLUTIONS, INC.,</b>	§	
	§	
<b>Plaintiff</b>	§	
	§	
	§	
<b>CSA DELIVERY, INC., d/b/a COURIER</b>	§	
<b>SOLUTIONS OF AMERICA, INC.,</b>	§	<b>CIVIL ACTION NO. 3-08CV2254-N</b>
<b>WOODROW CLAYTON, SR., WOODROW</b>	§	
<b>CLAYTON, JR., DARLENE CLAYTON,</b>	§	
<b>ACTION COURIER &amp; LOGISTICS, LLC,</b>	§	
<b>NORTH AMERICAN PRESORT, INC., and</b>	§	
<b>HOUSTON AREA COURIERS, INC.,</b>	§	
	§	
<b>Defendants</b>	§	

**DEFENDANTS' WITNESS LIST**

TO THE HONORABLE DAVID GOODBEY, UNITED STATES DISTRICT JUDGE:

Defendants, CSA Delivery, Inc. d/b/a Courier Solutions of America, Inc., Woodrow W Clayton, Sr. ("Woody Sr."), Woodrow Clayton, Jr. ("Woody Jr."), and Darlene Clayton ("Darlene"), Action Courier & Logistics, LLC ("ACT"), North American Presort, Inc. ("NAP"), and Houston Area Couriers, Inc. ("HAC") files their witness list for trial, and states the following:

Witness List

Witness	Summary of Testimony	Estimated Time
Woodrow W. Clayton, Sr.	Woodrow W. Clayton, Sr. ("Clayton, Sr.") will testify about Houston Area Courier Inc.'s ("HAC") formation and HAC's courier business before the formation of Courier Solutions, Inc. ("CSI"), about his intent and initial meetings with Tony Young ("Young"), Jason Loftis ("Loftis"), and Oliver Williams ("Williams"), and about the formation of CSI, Courier Solutions of America, Inc., and CSA Delivery, Inc. (collectively "CSA"), and North American Presort, Inc. ("NAP"), about his solicitation	2 1/2 hours

	of business and customer service activities for the parties and related contracts, about Young, Loftis, and Williams' assistance with setting up courier operations in Dallas, Georgia, Florida, and California, about the common use of the Courier Solutions name and logo, about consulting payments made to Jill McMeans and SS & DD, Inc., about the parties plans and conduct from 2001 through 2008, about the theft of the WAMU check and resulting activities and ramifications, and about Young, Loftis, and Williams alleged ownership or claim to the profits of HAC< CSA, NAP, or Action Courier & Logistics, LLC ("ACT")	
Darlene Clayton	Darlene Clayton ("Darlene"), will testify about her involvement in the various family courier businesses over the years, and her interactions with the owners, about CSA's securing of the WAMU contracts in Georgia, Florida, and California, about the formation of ACT, about the theft of the WAMU check and resulting activities and ramifications, about the decision to terminate CSI's sub contracts with her family's businesses, and about the award of contracts to ACT.	1 hour
Woodrow W. Clayton, Jr.	Woodrow W. Clayton, Jr. ("Clayton, Jr.") will testify about his involvement in the various family courier businesses over the years, his assistance with implementing WAMU contracts in other states, his employment with CSI, and his involvement in CSI's tax returns.	1 hour
James Gorzalski	Excerpts from James Gorzalski's ("Gorzalski") deposition will be read into the record to show WAMU found no justification for CSI's charges that the WAMU contracts belonged to CSI, that the WAMU contracts were awarded based on CSI's minority status, or that anyone bribed a WAMU official in influence the award or maintenance of WAMU contracts.	1/2 hour
Debbie Grajeda	Debbie Grajeda ("Grajeda") will testify with respect to her book keeping, sales, management, and record keeping responsibilities with respect to HAC, CSI, CSA, NAP, and ACT, and her interactions with their owners and employees. Grajeda will testify CSI sold shirts to CSA, allowed CSA to use its name, and assisted CSA and other Clayton owned entities when asked from time to time for assistance without ever asking for more than reimbursement of out of pocket	2 1/2 hours

	expenses or any share of the profits from such entities, about the theft of the WAMU check and resulting activities and ramifications, about the decision to terminate CSI's sub contracts with the Clayton familys businesses, and about the award of contracts to ACT.	
Candace Hedum Leach	Candace Hedum Leach ("Leach") will testify as to her activities with regard to set up and management of CSA's operations in Florida and California and her interactions with the owners and employees of HAC, CSI, CSA, NAP, and ACT..	1/2 hour
Jason Loftis	Loftis will testify his initial meetings with Clayton, Sr., Young, and Williams, about the formation of CSI, Courier Solutions of America, Inc., about his involvement in the solicitation of business and customer service activities for the parties and related contracts, about Young, Loftis, and Williams' assistance with setting up courier operations in Dallas, Georgia, Florida, and California, about the common use of the Courier Solutions name and logo, about the parties plans and conduct from 2001 through 2008, about the theft of the WAMU check and resulting activities and ramifications, and about Young, Loftis, and Williams alleged ownership or claim to the profits of HAC, CSA, NAP, or Action Courier & Logistics, LLC ("ACT"). Loftis will also testify as to CSI's minutes book and corporate records.	2 Hours
June Thoreson-Rogers	Excerpts from June Thoreson-Rogers ("Rogers") deposition will be read into the record to show WAMU found no justification for CSI's charges that anyone bribed a WAMU official in influence the award or maintenance of WAMU contracts.	1/2 Hour
Thomas Roney	Thomas Roney Mr. Roney has been designated as an expert to testify in rebuttal to CSI's claims for damages in the event any are allowed to be presented.	1 Hour
AJ Shepherd	AJ Shepherd ("Shepherd") will testify about his ownership and involvement with HAC and Clayton, Sr. and his interaction with CSI, CSA, NAP, and Act and their owners and employees.	1/2 Hour
Oliver Williams	Williams will testify his initial meetings with Clayton, Sr., Loftis, and Williams, about the formation of CSI, Courier Solutions of America, Inc., about his involvement in the solicitation of business and customer service for the parties and related contracts, about Young, Loftis, and Williams' assistance with setting up courier operations in Dallas, Georgia,	2 Hours

	Florida, and California, about the common use of the Courier Solutions name and logo, about the parties plans and conduct from 2001 through 2008, about the theft of the WAMU check and resulting activities and ramifications, and about Young, Loftis, and Williams alleged ownership or claim to the profits of HAC, CSA, NAP, or Action Courier & Logistics, LLC ("ACT"). Williams will also testify as to CSI's bookkeeping, financial, and tax information.	
Tony Young	Young will testify his initial meetings with Clayton, Sr., Loftis, and Williams, about the formation of CSI, Courier Solutions of America, Inc., about his involvement in the solicitation of business and customer service activities for the parties and related contracts, about Young, Loftis, and Williams' assistance with setting up courier operations in Dallas, Georgia, Florida, and California, about the common use of the Courier Solutions name and logo, about the parties plans and conduct from 2001 through 2008, about the theft of the WAMU check and resulting activities and ramifications, and about Young, Loftis, and Williams alleged ownership or claim to the profits of HAC, CSA, NAP, or Action Courier & Logistics, LLC ("ACT")	1 Hour

Defendants reserve the right to call rebuttal or impeachment witnesses, and intends to cross-examine Plaintiff's witnesses to elicit evidence.

Respectfully submitted,

DANIEL J. HOFFMAN & ASSOCIATES

By: /s/ Daniel J. Hoffman

Daniel J. Hoffman

Texas Bar No. 00785968

Samantha Garbis

Texas Bar No. 24050637

314 Sawdust Road, Suite 205

The Woodlands, Texas 77380

Telephone: 281.367.9550

Facsimile: 281.367.1944

and

SHACKELFORD, MELTON & M<sup>c</sup>KINLEY, LLP

By: /s/ Martha Hardwick Hofmeister

Martha Hardwick Hofmeister

State Bar No. 08981500

3333 Lee Parkway, Tenth Floor

Dallas, Texas 75219

Telephone: 214.780.1400

Facsimile: 214.780.1401

EMail: [mhardwick@shacklaw.net](mailto:mhardwick@shacklaw.net)

ATTORNEYS FOR DEFENDANTS,  
CSA DELIVERY, INC., d/b/a COURIER  
SOLUTIONS OF AMERICA, INC.,  
WOODROW CLAYTON, SR., WOODROW  
CLAYTON, JR., DARLENE CLAYTON,  
ACTION COURIER & LOGISTICS, LLC,  
NORTH AMERICAN PRESORT, INC., and  
HOUSTON AREA COURIERS, INC.

Of Counsel:

Kenneth H. Johnson

Texas Bar No. 10762000

Kenneth H. Johnson & Associates

P.O. Box 630708

Houston, Texas 77263

Telephone: 713.780.7047

Facsimile: 713.780.7671

Richard L. Moseley

Texas Bar No. 14570900

P.O. Box 630708

Houston, Texas 77263

Telephone: 713.780.7047

Facsimile: 713.780.7671

CERTIFICATE OF SERVICE

I hereby certify that on the 20<sup>th</sup> day of September, 2010, I will electronically file the foregoing with the Clerk of Court using the CM/ECF system, which will then send a notification of such filing (NEF) to the following:

Emil Lippe, Jr., Esq.  
Law Offices of LIPPE & ASSOCIATES  
Plaza of the Americas, South Tower  
600 N. Pearl Street, Suite S2460  
Dallas, Texas 75203  
Attorney for Plaintiff Courier Solutions, Inc.

/s/ Daniel J. Hoffman

Daniel J. Hoffman